

## **EXHIBIT “E”**

B6D (Official Form 6D) (12/07)

In re **E2 Real Estate Partners III, LLC**Case No. **10-35718-H5-11**

Debtor

(If known)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. ...9151 Arbor Commercial Mortgage, LLC/ Arbor Commercial Funding, LLC/Fannie Mae c/o Mr. "Erik" Weiting Hsu, Attorney 600 Travis Street, Suite 1100 Houston, TX 77002  Arbor Commercial Mortgage, LLC/ Arbor Commercial Funding, LLC/Fannie Mae 2801 Wehrle Drive, Suite 7 Williamsville, NY 14221  Arbor Commercial Mortgage, LLC/ Arbor Commercial Funding, LLC/Fannie Mae P.O. Box 33368 Hartford, CT 06150-3368		08/22/2008 Mortgage Apartment complex (256 units) located at 3700 Garth Road, Baytown, TX 77521 (TR 29A-1, ABST 840 H WHITING)  VALUE \$3,953,263.00				7,775,300.00	3,822,037.00
ACCOUNT NO. ...0-000 Galveston County c/o Ms. Tara L. Grundemeier Linebarger Goggan Blair & Sampson P.O. Box 3064 Houston, TX 77253-3064		Property Taxes Estimated property taxes for 2010  VALUE \$3,953,263.00				43,475.09	0.00
ACCOUNT NO. ...0275/...0019/...0001/...0000 Harris County, et al c/o Ms. Tara L. Grundemeier Linebarger Goggan Blair & Sampson P.O. Box 3064 Houston, TX 77253-3064		Property Taxes Estimated property taxes for 2010  VALUE \$3,953,263.00				52,389.26	0.00

1 continuation sheets  
attachedSubtotal >  
(Total of this page)Total >  
(Use only on last page)

\$ 7,871,164.35	\$ 3,822,037.00
\$	\$

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

B6D (Official Form 6D) (12/07)- Cont.

In re E2 Real Estate Partners III, LLC,Case No. 10-35718-H5-11

Debtor

(If known)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. ...0-000			<b>Property Taxes</b> <b>Estimated property taxes for 2010</b>  <b>VALUE \$3,953,263.00</b>				41,410.03	0.00
<b>Texas City ISD</b> <b>c/o Ms. Tara L. Grundemeier</b> <b>Linebarger Goggan Blair &amp; Sampson</b> <b>P.O. Box 3064</b> <b>Houston, TX 77253-3064</b>								

Sheet no. 1 of 1 continuation  
sheets attached to Schedule of  
Creditors Holding Secured  
Claims

Subtotal >  
(Total of this page)

Total >  
(Use only on last page)

<b>\$ 41,410.03</b>	<b>\$ 0.00</b>
<b>\$ 7,912,574.38</b>	<b>\$ 3,822,037.00</b>

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

B6E (Official Form 6E) (4/10)

In re E2 Real Estate Partners III, LLC

Debtor

Case No. 10-35718-H5-11  
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☐ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

**1 continuation sheets attached**

B6E (Official Form 6E) (4/10) – Cont.

In re E2 Real Estate Partners III, LLC,  
Debtor

Case No. 10-35718-H5-11  
(If known)

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.									\$0.00

Sheet no. 1 of 1 continuation sheets attached to Schedule of  
Creditors Holding Priority Claims

Subtotals >  
(Totals of this page)

\$	0.00	\$	0.00	\$	0.00
\$	0.00				
		\$	0.00	\$	0.00

Total >  
(Use only on last page of the completed  
Schedule E. Report also on the Summary of  
Schedules.)

Total >  
(Use only on last page of the completed  
Schedule E. If applicable, report also on the  
Statistical Summary of Certain Liabilities  
and Related Data. )

B6F (Official Form 6F) (12/07)

In re **E2 Real Estate Partners III, LLC**

Debtor

Case No. **10-35718-H5-11**

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						<b>13,734.63</b>
<b>Adjusters International</b> <b>17130 North Dallas Parkway, Suite 210</b> <b>Dallas, TX 75248</b>						
ACCOUNT NO.						<b>350.00</b>
<b>Baytown Chamber of Commerce</b> <b>1300 Rollingbrook, Suite 400</b> <b>Baytown, TX 77251</b>						
ACCOUNT NO.						<b>10,000.00</b>
<b>C. B. Thomas &amp; Company</b> <b>722 Bradshaw</b> <b>Corpus Christi, TX 78412</b>						
ACCOUNT NO.		<b>04/28/2009</b>				<b>100,000.00</b>
<b>Dr. David Poindexter</b> <b>12807 Wressell Circle</b> <b>Houston, TX 77004</b>						
ACCOUNT NO.						<b>6,168.71</b>
<b>E2 Property, LLC</b> <b>P.O. Box 40001</b> <b>Houston, TX 77240-0001</b>						

6 Continuation sheets attached

Subtotal > \$ **130,253.34**

Total &gt;

\$

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re **E2 Real Estate Partners III, LLC**

Debtor

Case No. **10-35718-H5-11**

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		<b>07/20/2009</b>				<b>12,246.00</b>
<b>Flavor Finish Resurfacing, L.L.C.</b> <b>c/o Mr. Peter F. Bagley</b> <b>Blumberg &amp; Bagley, L.L.P.</b> <b>1119 West Randol Mill Road, Suite 101</b> <b>Arlington, TX 76012</b> <b>Flavor Finish Resurfacing, L.L.C.</b> <b>2008 Sandy Way</b> <b>Bedford, TX 76021</b>		<b>Lawsuit</b>				
ACCOUNT NO.						<b>19,649.56</b>
<b>HD Supply</b> <b>P.O. Box 509058</b> <b>San Diego, CA 92150-9058</b>						
ACCOUNT NO.						<b>1,875.00</b>
<b>High Strength Contracting, LLC</b> <b>1219 Durham Drive</b> <b>Houston, TX 77007</b>						
ACCOUNT NO.						<b>402.81</b>
<b>Hurricane Glass</b> <b>P.O. Box 61</b> <b>South Houston, TX 77587</b>						

Sheet no. 1 of 6 continuation sheets attached to Schedule of Creditors  
Holding Unsecured  
Nonpriority Claims

Subtotal >	\$	<b>34,173.37</b>
Total >	\$	

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re **E2 Real Estate Partners III, LLC**

Debtor

Case No. **10-35718-H5-11**

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						<b>24,460.51</b>
<b>Impact Floors 3700 Pipestone Dallas, TX 75212</b>						
ACCOUNT NO.						<b>10,490.14</b>
<b>Krismer Consulting, Inc. 517 Ronson Corpus Christi, TX 78412</b>						
ACCOUNT NO.						<b>650.00</b>
<b>Lawton Publications 4111 East Misson Spokane, WA 99202</b>						
ACCOUNT NO.						<b>5,991.62</b>
<b>Marvin E. Poer and Company P.O. Box 660076 Dallas, TX 75266-0076</b>						
ACCOUNT NO.						<b>17,168.45</b>
<b>Master Care Gardens P.O. Box 771592 Houston, TX 77215-1592</b>						

Sheet no. 2 of 6 continuation sheets attached to Schedule of Creditors  
Holding Unsecured  
Nonpriority Claims

Subtotal >	\$	<b>58,760.72</b>
Total >	\$	

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)



B6F (Official Form 6F) (12/07) - Cont.

In re **E2 Real Estate Partners III, LLC**

Debtor

Case No. **10-35718-H5-11**

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		07/01/2009				50,000.00
<b>Michael Spoor</b> <b>5005 Riverway, Suite 200</b> <b>Houston, TX 77056</b>						
ACCOUNT NO.		08/01/2009				10,000.00
<b>Mollie Ellerkamp</b> <b>8431 Laurel Trace</b> <b>Houston, TX 77040</b>						
ACCOUNT NO.		07/01/2009				25,000.00
<b>Molly Pipes-Meltzer</b> <b>4108 N. Boulevard Park</b> <b>Houston, Tx 77098</b>						
ACCOUNT NO.						1,694.52
<b>Mr. Plumber</b> <b>P.O. Box 415</b> <b>Baytown, TX 77522</b>						
ACCOUNT NO.		07/01/2009				25,000.00
<b>Muller Family Partnership</b> <b>84 West Shore Lane</b> <b>Montgomery, TX 77356</b>						

Sheet no. 3 of 6 continuation sheets attached to Schedule of Creditors  
Holding Unsecured  
Nonpriority Claims

Subtotal > \$ **111,694.52**

Total &gt; \$

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re **E2 Real Estate Partners III, LLC**

Debtor

Case No. **10-35718-H5-11**

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						<b>4,000.00</b>
<b>PE Service</b> <b>11700 Southwest Freeway, Suite 211</b> <b>Houston, TX 77031</b>						
ACCOUNT NO.						<b>410.00</b>
<b>Peachtree Business</b> <b>P.O. Box 13290</b> <b>Atlanta, GA 30062</b>						
ACCOUNT NO.						<b>811.69</b>
<b>Quill</b> <b>P.O. Box 94080</b> <b>Palatine, IL 60094-4080</b>						
ACCOUNT NO.						<b>Unknown</b>
<b>Receivable Management Service</b> <b>4836 Brecksville Road</b> <b>Richfield, OH 44286</b>						
ACCOUNT NO.		<b>04/27/2009</b>				<b>50,000.00</b>
<b>Robert Christopher Driver</b> <b>28507 Hayden Park Drive</b> <b>Katy, TX 77494</b>						

Sheet no. 4 of 6 continuation sheets attached to Schedule of Creditors  
Holding Unsecured  
Nonpriority Claims

Subtotal >	\$	<b>55,221.69</b>
Total >	\$	

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re **E2 Real Estate Partners III, LLC**

Debtor

Case No. **10-35718-H5-11**

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		<b>06/23/2009</b>				<b>15,000.00</b>
<b>Robert Talton 4414 Sao Paulo Pasadena, TX 77504</b>						
ACCOUNT NO.		<b>04/27/2009</b>				<b>25,000.00</b>
<b>Roger Read 12214 Beauregard Houston, TX 77024</b>						
ACCOUNT NO.						<b>65,231.92</b>
<b>Southwest Innovations 16550 Old Houston Road Conroe, TX 77302</b>						
ACCOUNT NO.						<b>285.29</b>
<b>Sparkletts and Sierra Springs 6750 Discovery Blvd. Mableton, GA 30126</b>						
ACCOUNT NO.		<b>07/01/2009</b>				<b>10,000.00</b>
<b>Timothy Crespy 7007 Blanco Pines Humble, TX 77346</b>						

Sheet no. 5 of 6 continuation sheets attached to Schedule of Creditors  
Holding Unsecured  
Nonpriority Claims

Subtotal >	\$	<b>115,517.21</b>
Total >	\$	

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re **E2 Real Estate Partners III, LLC**

Debtor

Case No. **10-35718-H5-11**

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						<b>60,448.69</b>
<b>Underestimated, Inc.</b> <b>d/b/a Total Package Turnkey</b> <b>c/o Mr. Jonathan D. Saikin, Attorney</b> <b>Eleven Greeway Plaza, Suite 1400</b> <b>Houston, TX 77046</b>  <b>Underestimated, Inc.</b> <b>d/b/a Total Package Turnkey</b> <b>10690 Shadow Wood, Suite 103</b> <b>Houston, TX 77043</b>		<b>Lawsuit</b>				

Sheet no. 6 of 6 continuation sheets attached to Schedule of Creditors  
Holding Unsecured  
Nonpriority Claims

Subtotal >	\$ <b>60,448.69</b>
Total >	\$ <b>566,069.54</b>

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)